

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 06-69

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, Chapter 370 of the Texas Transportation Code authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements ("CDAs"); and

WHEREAS, in accordance with its Policies and Procedures Governing the Procurement of Goods and Services the CTRMA solicited proposals for the development of 183-A through a CDA; and

WHEREAS, in Resolution No. 04-43, dated September 8, 2004, the Board of Directors approved of the selection of Hill Country Constructors ("HCC") as the Developer for 183-A; and

WHEREAS, the CTRMA and HCC entered into a CDA effective November 29, 2004 for the development of the 183-A Turnpike Project; and

WHEREAS, in Resolution No. 05-36, dated April 27, 2005, the Board of Directors approved entering into a Toll Systems Implementation and Maintenance Agreement ("Toll Systems Agreement") with Caseta Technologies ("Caseta");

WHEREAS, in Resolution No. 05-37, dated April 27, 2005, the Board of Directors approved an amendment to the CDA to reflect the assumption by Caseta of certain obligations regarding the design and construction of the toll collection system that were initially included in the CDA; and

WHEREAS, the Toll Systems Agreement includes a process for the consideration and development of potential change orders for aspects or portions of the work performed under the Toll Systems Agreement which might warrant adjustment to the Contract Price or Contract Time as defined thereunder; and

WHEREAS, the change order process includes consideration of potential changes or revisions caused by several sources or events, including certain requests for changes by the CTRMA, certain otherwise undiscovered matters affecting the 183-A Project, and other items more fully set forth in the Toll Systems Agreement; and

WHEREAS, the Toll Systems Agreement provides that all change orders be formally agreed to by the CTRMA and Caseta and, pursuant to Resolution No. 05-46, change orders in excess of \$50,000.00 must be approved by the Board; and

WHEREAS, the CTRMA, the General Engineering Consultant, and Caseta have determined that changes in work related to adding additional electronic toll collection lanes at the Park Street Plaza and elimination of the electronic toll collection lanes at the Brushy Creek Ramp Plazas require the issuance of Caseta Change Order No. 9, attached hereto as Attachment "A".


NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the execution and issuance of Caseta Change Order No. 9 in the form, or substantially the same form, as set forth in Attachment "A"; and

BE IT FURTHER RESOLVED, that Caseta Change Order No. 9 shall be made an amendment to the Toll Systems Agreement as of the date that Caseta Change Order No. 9 is fully executed by the CTRMA and Caseta.

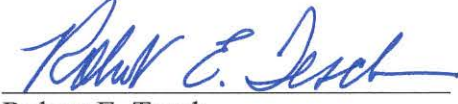
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 13th day of December, 2006.

Submitted and reviewed by:

Approved:



Tom Nielson
General Counsel
Texas Regional Mobility Authority



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 06-69
Date Passed 12/13/06

WAIT TO SIGN
UNTIL ULTIMATE
DESIGNEE IS CHOSEN
BY BOARD.

Pending
hold out
until Jan.



Central Texas Regional
Mobility Authority

Central Texas Regional Mobility Authority

CHANGE ORDER NUMBER: 9

1. CONTRACTOR: Caseta Technologies, Inc.

2. Change Order Work Limits: Sta. _____ to Sta. _____

3. Type of Change (on federal-aid non-exempt projects): _____

4. Reasons: 3L, 3F (3 Max. - In order of importance - Primary first)

5. Describe the work being revised:

Add Express ETC Lanes at Park Street and Eliminate the dedicated ETC lanes at Brushy Creek Ramp Plazas - Add an Express ETC Lane in each direction at the Park Street mainline. This lane shall be configured as the other lanes at that location. Eliminate both the NB and SB dedicated ETC lanes at Brushy Creek.

CCSJ:	_____
Project:	<u>183A Turnpike</u>
Highway:	<u>183A Turnpike</u>
County:	<u>Travis, Williamson</u>
District:	<u>Austin</u>
Contract Number:	_____
Fed. Aid Exempt:	<input type="checkbox"/>
Fed. Aid Non Exempt:	<input type="checkbox"/>

6. New or revised plan sheet(s) & sketch(es) are attached and numbered:

Each signatory hereby warrants that each has the authority to execute this Change Order (CO).

<p><i>The contractor must sign the Change Order and, by doing so, agrees to waive any and all claims for additional compensation due to any and all other expenses; additional changes for time, overhead and profit; or loss of compensation as a result of this change.</i></p> <p>THE CONTRACTOR Date <u>12/06/06</u></p> <p>By <u>[Signature]</u></p> <p>Typed/Printed Name <u>J. Darby Swank</u></p> <p>Typed/Printed Title <u>Project Manager</u></p>	<p>The following information must be provided</p> <p>Time Ext. #: <u>N/A</u> Days added on this CO: <u>0</u></p> <p>Amount added by this change order: <u>\$159,467.80</u></p> <p>For CTRMA use only:</p> <p>Original Contract Amount: <u>\$7,980,093.06</u></p> <p>Revised contract amount to-date: <u>\$8,685,290.73</u> (Includes COs# 1, 2, 3, 4, 5, 6, 7, and 8)</p> <p>CO portion financed by 3rd party funding: <u>\$0.00</u></p>
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RECOMMENDED FOR EXECUTION BY:

[Signature]
Signature _____ Date _____

Richard L. Ridings
GEC, Project Manager

APPROVAL:

CTRMA, Director of Operations _____ Date _____
 APPROVED REQUEST APPROVAL

CTRMA, Director of Engineering _____ Date _____
 APPROVED REQUEST APPROVAL

CTRMA, General Counsel _____ Date _____
 APPROVED REQUEST APPROVAL

CTRMA, Executive Director _____ Date _____
APPROVED

*Original signatures
in file - cc.*

Central Texas Regional Mobility Authority

CHANGE ORDER NUMBER: 9

CCSJ: _____

Item	Material	Number Of Hours	Rental Rate	Operating Cost	Total
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
Total Material					\$0.00

Item	Subcontractor				Total
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
					\$0.00
Total Subcontractor					\$0.00

Central Texas Regional Mobility Authority

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CCSJ: _____

TABLE B: Contract Items

ITEM	DESCRIPTION	UNIT	UNIT PRICE	ORIGINAL + PREVIOUSLY REVISED		NEW		OVERRUN/ UNDERRUN
				QUANTITY	ITEM COST	QUANTITY	ITEM COST	
The quantities of the Items below are increased for the additional ETC lanes at the Park Street Plaza								
6	Classification System, Express ETC Lane	Ea	\$24,557.20	10.00	\$245,572.00	12.00	\$294,686.40	\$49,114.40
8	AVI System Hardware, Express ETC Lane	Ea	\$50,825.00	10.00	\$508,250.00	12.00	\$609,900.00	\$101,650.00
11	Violation Enforcement System Hardware, Express ETC Lane	Ea	\$90,695.40	10.00	\$906,954.00	12.00	\$1,088,344.80	\$181,390.80
The quantities of the Items below are decrease for the deletion of ETC lanes at the Brushy Creek Ramp Plazas								
3	Lane Controller Hardware	Ea	\$5,159.13	24.00	\$123,819.12	22.00	\$113,500.86	(\$10,318.26)
5	Automatic Vehicle Classification System, Toll Lane	Ea	\$20,177.64	14.00	\$282,486.96	12.00	\$242,131.68	(\$40,355.28)
7	AVI System Hardware, Toll Lane	Ea	\$34,189.00	14.00	\$478,646.00	12.00	\$410,268.00	(\$68,378.00)
9	Patron Feedback System, Toll Lane	Ea	\$3,598.43	14.00	\$50,378.02	12.00	\$43,181.16	(\$7,196.86)
10	Violation Enforcement System Hardware, Toll Lane	Ea	\$23,219.50	14.00	\$325,073.00	12.00	\$278,634.00	(\$46,439.00)
TOTALS								
					\$2,921,179.10		\$3,080,646.90	\$159,467.80

CHANGE ORDER REASON(S) CODE CHART

<p>1. Design Error or Omission</p>	<p>1A. Incorrect PS&E (CTRMA design) 1B. Incorrect PS&E (consultant design) 1C. Other</p>
<p>2. Differing Site Conditions (unforeseeable)</p>	<p>2A. Dispute resolution (expense caused by conditions and/or resulting delay) 2B. Unavailable material 2C. New development (conditions changing after PS&E completed) 2D. Environmental remediation 2E. Miscellaneous difference in site conditions (unforeseeable)(Item 9) 2F. Site conditions altered by an act of nature 2G. Unadjusted utility (unforeseeable) 2H. Unacquired Right-of-Way (unforeseeable) 2I. Additional safety needs (unforeseeable) 2J. Other</p>
<p>3. CTRMA Convenience</p>	<p>3A. Dispute resolution (not resulting from error in plans or differing site conditions) 3B. Public relations improvement 3C. Implementation of a Value Engineering finding 3D. Achievement of an early project completion 3E. Reduction of future maintenance 3F. Additional work desired by CTRMA 3G. Compliance requirements of new laws and/or policies 3H. Cost savings opportunity discovered during construction 3I. Implementation of improved technology or better process 3J. Price adjustment on finished work (price reduced in exchange for acceptance) 3K. Addition of stock account or material supplied by state provision 3L. Revising safety work/measures desired by CTRMA 3M. Other</p>
<p>4. Third Party Accommodation</p>	<p>4A. Failure of a third party to meet commitment 4B. Third party requested work 4C. Compliance requirements of new laws and/or policies (impacting third party) 4D. Other</p>
<p>5. Contractor Convenience</p>	<p>5A. Contractor exercises option to change the traffic control plan 5B. Contractor requested change in the sequence and/or method of work 5C. Payment for Partnering workshop 5D. Additional safety work/measures desired by the contractor 5E. Other</p>
<p>6. Untimely ROW/Utilities</p>	<p>6A. Right-of-Way not clear (third party responsibility for ROW) 6B. Right-of-Way not clear (CTRMA responsibility for ROW) 6C. Utilities not clear 6D. Other</p>